



# F02000062545

ACCOUNT NO. : 072100000032

REFERENCE : 571633 4353856

AUTHORIZATION :

*Patricia Pigatto*

COST LIMIT : \$ 70.00

FILED  
MAY 22 PM 1:05  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ORDER DATE : May 8, 2002

ORDER TIME : 9:59 AM

ORDER NO. : 571633-005

CUSTOMER NO: 4353856

600005587516--7

CUSTOMER: Ms. Susan Wiksell  
Conagra Foods, Inc.  
One Conagra Drive  
Tax Department Cc-237  
Omaha, NE 681025001

*CORA FORP*

FOREIGN FILINGS

NAME: BUMBLE BEE SEAFOODS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER: \_\_\_\_\_

RECEIVED  
MAY 22 AM 11:23  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE REGISTRATION  
TALLAHASSEE, FLORIDA

BK

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Bumble Bee Seafoods, Inc.  
(Name of corporation - must include suffix)

FILED  
02 MAY 22 PM 1:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Susan Wiksell

(Name of Person)

ConAgra Foods, Inc.

(Firm/Company)

One ConAgra Drive

(Address)

Omaha, NE 68102-5001

(City/State and Zip code)

For further information concerning this matter, please call:

Susan Wiksell

(Name of Person)

at ( 402 ) 595-4553

(Area Code & Daytime Telephone Number)

### STREET ADDRESS:

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- |   |  |   |   |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,<br>Certificate of Status &<br>Certified Copy |
|---|--|---|---|

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA

FILED  
MAY 22 1997  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

1. Bumble Bee Seafoods, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 22-3514179  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 10, 1997 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)  
One ConAgra Drive  
7. Omaha, NE 68102  
(Principal office address)  
One ConAgra Drive CC-237 Omaha, NE 68102-5001  
(Current mailing address)  
Manufacturing and Distribution of food products
8. \_\_\_\_\_  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: Corporation Service Company  
Office Address: 1201 Hays Street  
Tallahassee, Florida 32301  
(City) (Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Corporation Service Company

By: Kini Kuzonice

(Registered agent's signature)

Kini Kuzonice, Asst. Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED  
02 MAY 22 PM 1:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: See attached officers/directors rider

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Debra L Keith

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Debra L. Keith, Vice President, Tax

(Typed or printed name and capacity of person signing application)

## Directors, Officers Report

### Bumble Bee Seafoods, Inc.

FILED  
02 MAY 22 PM 11:05  
05/09/2002  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### DIRECTORS

**Jay Douglas Bolding** Director  
Primary Address: ConAgra Foods, Inc.  
One ConAgra Drive  
CC-345  
Omaha, NE 68102-5001 US

**Dwight J. Goslee** Director  
Primary Address: ConAgra Foods, Inc.  
One ConAgra Drive  
Omaha, NE 68102-5001

**James Patrick O'Donnell** Director  
Primary Address: ConAgra Foods, Inc.  
One ConAgra Drive  
Omaha, NE 68102-5001

#### EXECUTIVE OFFICERS

#### OFFICERS

**Raymond J. DeRiggi** President  
Primary Address: ConAgra Grocery Products  
3353 Michelson Drive  
Irvine, CA 92612

**Jay Douglas Bolding** Vice President & Controller  
Primary Address: ConAgra Foods, Inc.  
One ConAgra Drive  
CC-345  
Omaha, NE 68102-5001 US

**James Patrick O'Donnell** Vice President & Secretary  
Primary Address: ConAgra Foods, Inc.  
One ConAgra Drive  
Omaha, NE 68102-5001

**Kenneth W. DiFonzo** Vice President  
Primary Address: ConAgra Grocery Products  
3353 Michelson Drive  
Irvine, CA 92612

**Dwight J. Goslee** Vice President  
Primary Address: ConAgra Foods, Inc.  
One ConAgra Drive  
Omaha, NE 68102-5001

**Debra Lynn Keith** Vice President, Tax  
Primary Address: ConAgra Foods, Inc.  
One ConAgra Drive  
Omaha, NE 68102-5001

Bumble Bee Seafoods, Inc.

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**Scott Edward Messel**

Primary Address:

ConAgra Foods, Inc.  
One ConAgra Drive  
CC-334  
Omaha, NE 68102-5001 US

**Vice President, Treasurer**

**Kevin L. Wedeking**

Primary Address:

ConAgra Foods, Inc.  
One ConAgra Drive  
CC-335  
Omaha, NE 68102 US

**Assistant Corporate Secretary**

**FILED**  
02 MAY 22 PM 1:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

*The First State*

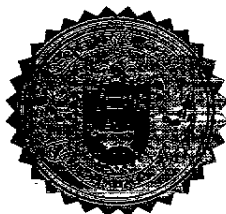
PAGE 1

FILED  
02 MAY 22 PM 4:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BUMBLE BEE SEAFOODS, INC." IS FULLY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2738974 8300

020321896

AUTHENTICATION: 1786819

DATE: 05-21-02